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UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF CALIFORNIA

PHILIP J. MARTINET, Individually, On Behalf of All Others Similarly Situated, and on Behalf of the General Public, Plaintiff, v. SPHERION ATLANTIC ENTERPRISES LLC, a Delaware Limited Liability Company; and DOES 1 through 50, inclusive, Defendant.	Case No. 07 CV 2178 W (AJB) **DECLARATION OF SCOTT HOLLAND IN SUPPORT OF DEFENDANT'S MOTION FOR A PROTECTIVE ORDER UNDER FEDERAL RULE OF CIVIL PROCEDURE 26(c)** **Date:** **May 16, 2008** **Time:** **10:00am** **Courtroom:** **A – First Floor** **Judge:** **Hon. Anthony J. Battaglia**

I, Scott Holland, declare:

1. I work for Spherion Atlantic Enterprises LLC as a human resources manager in McLean, Virginia. I have personal knowledge of the facts set forth in this declaration and if called as a witness, I would and could testify to the truth of these matters.

2. I have been employed with Spherion since April 2005. I am currently a human resources manager for the professional services division of the company. My job responsibilities include addressing human resources and employee relations issues throughout the United States including California. I am generally familiar with Spherion's business operations, its professional service staffing unit, and its clients in California.

3. Spherion places individuals into temporary and long-term staffing positions throughout the United States, including California. Spherion clients include all manner of

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3. Spherion places individuals into temporary and long-term staffing positions throughout the United States, including California. Spherion clients include all manner of

business, government, and non-profit organizations. Spherion employees work in numerous industries and business sectors. Spherion's professional service employees provide a wide variety of specialized professional, skilled, and technical work to large blue-chip clients as well as small local businesses. An employee's job assignment may be temporary (lasting days or weeks) or long term (lasting months or years). In addition to professional service employees that Spherion places on assignment, Spherion has a number of full-time employees who work in local offices and manage Spherion's day-to-day operations. Spherion employees have thousands of different job titles, duties, and responsibilities. An employee's job title, however, may or may not accurately describe what he or she does on a day-to-day basis as job duties and requirements are unique to each client.

4. Spherion has multiple offices in California that recruit employees for assignments throughout the state and country. Work assignments and projects are often very unique and specifically tailored to a client or the client's customer's needs. Often times the terms of an assignment are dictated by a contract between Spherion and its client. Although Spherion has general policies, many of Spherion's policies are customized at the customer level to meet the customer's needs. Workplace procedures and practices vary widely from project to project throughout California.

5. My understanding is that Plaintiff was recruited by the professional services unit out of a branch office in San Diego and was placed on a project supervised by an account executive in Austin, Texas. Plaintiff's assignment was very unique as are many professional services assignments. For example, Spherion places multiple individuals on projects that have unique managed service engagements. These individuals are typically recruited by either branch or on-site associates. They are managed by Spherion on-site managers within a client facility, which reports up to the branch managing director and/or also to a national solutions director if it is a national account. Each managed service engagement is specific to the client with site-specific policies and procedures and utilizes customized procedures for that particular client.

6. Professional services assignments are often not constant or fixed and change from time to time. For example, Spherion has hired contract recruiters that were placed on client sites

to recruit personnel for clients. These same recruiters were later brought into Spherion's branch offices to become regular full-time staff associates to recruit for Spherion. While on client sites these recruiters reported to an account executive but were primarily responsible for managing themselves and adhering to both Spherion general policies as well as specific client procedures and practices. While working at Spherion's branches, these recruiters were managed by Spherion personnel and adhered to Spherion's general policies.

7. Another example of unique assignments are those higher level consultants Spherion regularly places at various client engagements. These high level consultants are recruited by the branch. They operate with much less day to day oversight, but report into an on-site manager if on a large engagement or into an account executive or managing director for other engagements. These assignments are customized to fit the scope of the contract with the client and often times may require specialized skills and abilities. The practices and procedures that these high level consultants follow vary from assignment to assignment.

8. It is my understanding that the plaintiff has requested a variety of documents and information related to policies and procedures, training manuals, employee handbooks, and other employment information for all non-exempt California employees. To search for and gather all the requested documents would take an inordinate amount of time. In most cases someone at each level of the organization would have to be involved, as well as hundreds of clients. Hundreds, if not thousands, of contracts would have to be pulled and consulted. Many clients would have to be individually contacted and document searches would have to take place at numerous branch offices and client locations. I have reviewed the time estimates in the Declaration of Joanie Orzo and believe that they are very conservative estimates of the amount of time it would take to gather the requested information and documents. I think it is very likely that it could take significantly longer and cost significantly more to complete a search for the documents and information that plaintiff has requested. I also agree with Ms. Orzo that many of the requested documents will be difficult to find as a result of the high attrition of Spherion employees and the short duration of many assignments. A potential further complication is the

fact that Spherion has recently acquired several companies and its business units or divisions have been splintered into multiple divisions or groups.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed on April 16, 2008, in Mclean, Virgina.

Scott Holland